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June 20, 2001

Federal Communications Commission
1270 Fairfield Road
Gettysburg, PA 17325-7245

Re: Updated FCC Form 602 Filing for TeleCorp Holding Corp. II, L.L.C.

Dear Sir or Madam:

Attached please find an updated FCC Form 602 for TeleCorp Holding Corp. II, L.L.C.

Please stamp the enclosed duplicate copy as received and return it for our records in the attached UPS Next Day Air envelope.

Please direct any questions or correspondence concerning this filing to the undersigned.

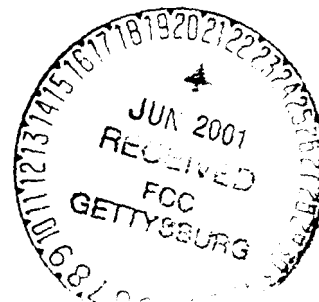
Respectfully submitted,



Eric W. DeSilva

Enclosure

067582



FCC 902
Main Form

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Approved by OMB
3060-0788
See instructions for
public burden estimate


Applicant/Licensee Information

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity):		3) Applicant TIN:	
TeleCorp Holding Corp. II, L.L.C.			

Related FCC Regulated Businesses of Applicant/Licensee[illegible]

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name:	Mt.	Last Name:	Suffix:
Thomas		Sullivan	
Title:			
President			
Signature:			Date:
			6/20/01

Failure To Sign This Application May Result In Dismissal Of The Application And Forfeiture Of Any Fees Paid

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

disclosable Interest Holder information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix
2) Disclosable Interest Hdder's Name (if entity): TeleCorp PCS, Inc.		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: 1010 N. Glebe Road, Suite 800; Arlington. VA 22201			
5) Type of Interest in Applicant () (refer to Instructions for list)	6) Disclosable Interest Hdder is a(n): () (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant	
I	c	100	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list):		9) Disclosable Interest Holder's Country of Citizenship:	
c		USA	
0) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			

Related FCC Regulated Businesses of Disclosable interest Holders (repeat for each interest holder identified)

[illegible]

Disclosable Interest Holder information (complete as many as required to describe all **disclosable** interest holders)

1) Disclosable Interest Hdder's First Name (if individual):	MI:	Last Name:	Suffix
2) Disclosable Interest Holder's Name (if entity): TeleCorp Wireless, Inc.		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: 1010 N. Glebe Road, Suite 800; Arlington, VA 22201			
5) Type of Interest in Applicant () (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): () (refer to instrucbons for list of codes):	7) Percent of Interest Held in Applicant	
D	c	100	
8) Disclosable Interest Holder's Type of Ownershpt (refer to instructions fof list):		9) Disclosable Interest Holder's Country of Citizenship:	
c		USA	
0) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): TeleCorp Wireless, Inc. is the parent of TeleCorp Holding Corp. II, L.L.C. and a subsidiary of TeleCorp PCS, Inc.			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

[illegible]

[illegible]

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix
Thomas		Sullivan	
2) Disclosable Interest Holder's Name (if entity):		3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address:			
1010 N. Glebe Road. Suite 800: Arlington, VA 22201			
5) Type of Interest in Applicant () (refer to Instructions for list)	6) Disclosable Interest Hdder is a(n): () (refer to Instructions for list of codes):	7) Percent of Interest Held in Applicant	
I, K, R. 0	I	5.89% Equity 50.1 % Voting	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list):		9) Disclosable Interest Holder's Country Of Citizenship:	
S		USA	
10) Relationship Description (if the discloseable Interest hdder is an indirect owner, list path of ownership from indirect owner to the applicant):			
Mr. Sullivan's interest is held through TeleCorp PCS, Inc. in the form of tracking stock. Mr. Sullivan's voting interest is held jointly with Mr. Vento pursuant to a voting agreement.			

[illegible]

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Hdder's First Name (if individual):	MI:	Last Name:	Suffix
2) Disclosable Interest Holder's Name (if entity): CB Capital Investors, L.P.		3) Disclosable Interest Holder's TIN: Unavailable	
4) Disclosable Interest Holder's Address: 380 Madison Avenue, 12th Floor; New York, New York 10017; Attn: Michael Hannon			
5) Type of Interest in Applicant () (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant:
I	L		20.3%
8) Disclosable Interest Hdder's Type of Ownership (refer to instructions for list):		9) Disclosable Interest Holder's Country of Citizenship:	
S		USA	
10) Relationship Description (if the disclosable interest hdder is an indirect owner, list path of ownership from indirect owner to the applicant): CB Capital Investors, L.P.'s interest is held indirectly through TeleCorp PCS. Inc.			


Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Hdder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
TeleCorp PCS, Inc. (see also TeleCorp PCS. Inc. disclosures)	PCS holding company.		15.16%
Entercom Communications Corp.	Broadcasting	Unavailable	Unavailable
Mediacom LLC	CATV	Unavailable	Unavailable
Triton Communications, L.L.C.	Cellular Telephony	Unavailable	32.2%
Triton PCS, Inc.	PCS company	23-2930873	19.8%

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix
2) Disclosable Interest Holder's Name (if entity):		3) Disclosable Interest Holder's TIN.	
Equity-Linked Investors-II .		Unavailable	
4) Disclosable Interest Holder's Address:			
540 Madison Avenue, 36th Floor; New York, New York 10022; Attn: Rohit M. Desai			
5) Type of Interest in Applicant () (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant	
I	L	19.48%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list):		9) Disclosable interest Holder's Country of Citizenship:	
S		USA	
0) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):			
Equity-Linked Investors-II's interest is held indirectly through TeleCorp PCS. Inc.			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
TeleCorp PCS, Inc. (see also TeleCorp PCS, Inc. disclosures)	PCS holding company		14.46%
Triax Midwest Associates, L.P.	CATV		13.6%

[illegible]

Disclosable interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix
2) Disclosable Interest Holder's Name (if entity): J. H Whitney III, L.P.		3) Disclosable Interest Holder's TIN: Unavailable	
4) Disclosable Interest Holder's Address: 177 Broad Street, 15th Fl.; Stamford, Connecticut 06901; Attn: William Laverack, Jr.			
5) Type of Interest in Applicant () (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant:	
I	L	12.18%	
6) Disclosable Interest Holder's Type of Ownership (refer to instructions for list):		9) Disclosable Interest Holder's Country of Citizenship:	
S		USA	
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): J. H. Whitney III, L.P.'s interest is held indirectly through TeleCorp PCS. Inc.			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

[illegible]

Form 602 Exhibit 1
FCC Licensed Interests of Gerald Vento

Mr. Vento holds or has applied to hold interests in a number of FCC licensed entities. Because the equity and voting interests of Mr. Vento in such entities changes over time, to avoid having to update every FCC Form 602 for every licensed interest of Mr. Vento with each minor change in otherwise unrelated entities; Mr. Vento's equity and voting interests are disclosed in the FCC Form 602 for each specific referenced entity. Because TeleCorp PCS, Inc., is a holding company that also has FCC licensed subsidiaries, a copy of the TeleCorp PCS, Inc. FCC Form 602 has been attached. The latest version of all other noted FCC Form 602s are hereby incorporated by reference. The entities in which Mr. Vento maintains an interest, has applied to hold an interest, or will shortly apply to hold an interest include:

Licensee	Principal Business	TIN
TeleCorp PCS, Inc.	PCS	54-1872248
THC of Tampa, Inc.	PCS	
THC of Orlando, Inc.	PCS	
THC of Orlando LMDS, Inc.	LMDS	
THC of Houston, Inc.	PCS	
THC of Melbourne, Inc.	PCS	
THC of San Diego, Inc.	PCS	
TeleCorp WCS, Inc.	WCS	
ABC Wireless, L.L.C.	PCS	
ABC Wireless II, L.L.C.	PCS	
Indiana Acquisition, L.L.C.	PCS	
Wireless Acquisition, L.L.C.	PCS	
Royal Wireless, L.L.C.	PCS	
Amage Wireless, L.L.C.	PCS	
Panther Wireless, L.L.C.	PCS	
Sabre Wireless, L.L.C.	PCS	
Lone Star Wireless, L.L.C.	PCS	
Southwest Wireless, L.L.C.	PCS	
Texas Wireless, L.L.C.	PCS	
Atlantis Bidding Corp.	39 GHz	

FCC Form 602 Exhibit 2
FCC Licensed Interests of Thomas Sullivan

Mr. Sullivan holds or has applied to hold interests in a number of FCC licensed entities. Because the equity and voting interests of Mr. Sullivan in such entities changes over time, to avoid having to update every FCC Form 602 for every licensed interest of Mr. Sullivan with each minor change in otherwise unrelated entities, Mr. Sullivan's equity and voting interests are disclosed in the FCC Form 602 for each specific referenced entity: Because TeleCorp PCS, Inc., is a holding company that also has FCC licensed subsidiaries, a copy of the TeleCorp PCS, Inc. FCC Form 602 has been attached. The latest version of all other noted FCC Form 602s are hereby incorporated by reference. The entities in which Mr. Sullivan maintains an interest, has applied to hold an interest, or will shortly apply to hold an interest include:

Licensee	Principal Business	TJ
TeleCorp PCS, Inc.	PCS	
THC of Tampa, Inc.	PCS	
THC of Orlando, Inc.	PCS	
THC of Orlando LMDS, Inc.	LMDS	
THC of Houston, Inc.	PCS	
THC of Melbourne, Inc.	PCS	
THC of San Diego, Inc.	PCS	
TeleCorp WCS, Inc.	WCS	
I ABC Wireless, L.L.C.	PCS	
I ABC Wireless II, L.L.C.	PCS	
Indiana Acquisition, L.L.C.	PCS	
Wireless Acquisition, L.L.C.	PCS	
Royal Wireless, L.L.C.	PCS	
Arnage Wireless, L.L.C.	PCS	
Panther Wireless, L.L.C.	PCS	
Sabre Wireless, L.L.C.	PCS	
Lone Star Wireless, L.L.C.	PCS	
Southwest Wireless, L.L.C.	PCS	
Texas Wireless, L.L.C.	PCS	
Atlantis Bidding Corp.	39 GHz	I -